

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter

11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **Hudson 888 Owner LLC**

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) **61-1776993**

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

**150 East 52nd Street
Suite 8002
New York, NY 10022**

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

New York
County

Location of principal assets, if different from principal place of business

615 10th Avenue a/k/a 500 West 45th Street, New York, NY New York, NY 10036

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **Hudson 888 Owner LLC**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☒ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☐ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check **all** that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

Debtor **Hudson 888 Owner LLC**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor **Hudson 888 Holdco LLC** Relationship **Parent**
Southern District of
District **NY** When Case number, if known

11. Why is the case filed in this district?
- Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☒ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention?** (Check all that apply.)
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard?
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other
- Where is the property?**
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
☐ Yes. Insurance agency
Contact name
Phone

Statistical and administrative information

13. Debtor's estimation of available funds
- Check one:
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- ☒ 1-49
☐ 50-99
☐ 100-199
☐ 200-999
- ☐ 1,000-5,000
☐ 5001-10,000
☐ 10,001-25,000
- ☐ 25,001-50,000
☐ 50,001-100,000
☐ More than 100,000

15. Estimated Assets
- ☐ \$0 - \$50,000
☐ \$50,001 - \$100,000
☐ \$100,001 - \$500,000
☐ \$500,001 - \$1 million
- ☐ \$1,000,001 - \$10 million
☐ \$10,000,001 - \$50 million
☐ \$50,000,001 - \$100 million
☒ \$100,000,001 - \$500 million
- ☐ \$500,000,001 - \$1 billion
☐ \$1,000,000,001 - \$10 billion
☐ \$10,000,000,001 - \$50 billion
☐ More than \$50 billion

Debtor **Hudson 888 Owner LLC** Case number (if known) _____
Name

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☒ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Hudson 888 Owner LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **January 7, 2024**
MM / DD / YYYY

X /s/ Sheng Zhang

Signature of authorized representative of debtor

Sheng Zhang

Printed name

Title **Chairman and CEO**

18. Signature of attorney

X /s/ Stephen B. Selbst

Signature of attorney for debtor

Date **January 7, 2024**

MM / DD / YYYY

Stephen B. Selbst

Printed name

Herrick Feinstein LLP

Firm name

**Two Park Avenue
New York, NY 10016**

Number, Street, City, State & ZIP Code

Contact phone **212-592-1400**

Email address **sselbst@herrick.com**

Bar number and State

Fill in this information to identify the case:

Debtor name Hudson 888 Owner LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an
amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Corporate Ownership Statement and List of Equity Security Holders**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 7, 2024

X /s/ Sheng Zhang

Signature of individual signing on behalf of debtor

Sheng Zhang

Printed name

Chairman and CEO

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Hudson 888 Owner LLC**
United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**
Case number (if known): _____

☐ Check if this is an
amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders 12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
RKF Retail Holdings LLC 75th Avenue, Ste 7 New York, NY 10175						\$109,502.29
FirstService Residential Management 333 7th Avenue, 5th Floor New York, NY 10001		Property Management				\$108,346.56
SMBC Capital Markets Inc 277 Park Avenue, New York, NY 10172		Consulting				\$58,750.00
Kassin Sabbagh Realty 1385 Broadway, 22nd Floor New York, NY 10018						\$53,394.39
Holland Knight LLP 1180 W Peachtree St. NW Suite 1800 Atlanta, GA 30309		Legal fees				\$50,350.17
Marcum LLP 10 Melville Park Road Melville, NY 11747		Consulting fees (accounting)				\$48,925.00
Waverly Staging & Design 971 Ross Street Rahway, NJ 07065		Consulting				\$47,867.99
ConEdison 700 E. 16th Street New York, NY 10009		Utility provider				\$41,005.37

Debtor **Hudson 888 Owner LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
IPFS of New York, LLC A. Logan Insurance PO Box 32144 New York, NY 10087		IPFS Insurance premium				\$30,707.02
Wilkin Guttenplan 499 Seventh Avenue, 6th Floor New York, NY 10018		Accounting advisors				\$21,000.00
Wang Technology 42 Washington Road Princeton Junction, NJ 08550		Consulting				\$16,470.00
QG Floral Landscape 154-10 Cross Island Parkway Whitestone, NY 11357		Consulting				\$14,160.00
Richard Layton & Finger P.A 920 North King Street Wilmington, DE 19801		Legal Fees				\$13,009.50
NYC Environmental Protection 290 Broadway New York, NY 10007		Water & Wastewater				\$10,298.05
James F. Capalino Associates 233 Broadway, Suite 710 New York, NY 10279		Consulting				\$6,500.00
Saxe Doernberger & Vita P.C. 35 Nutmeg Drive, Ste140 Trumbull, CT 06611						\$6,000.00
United Reprographic Services 48 West 38th Street New York, NY 10018						\$5,156.13
Regal Cleaning 8 Sagamore Hill Drive Port Washington, NY 11050		Vendor				\$4,948.45

Debtor **Hudson 888 Owner LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Wells Fargo Credit Card Elite Card Payment Center 420 Montgomery Street San Francisco, CA 94104		Credit card Internet, TV, and Phone				\$3,507.11
Ernst & Young LLP 200 Plaza Drive Secaucus, NJ 07094		Consulting				\$3,250.00

OFFICER'S CERTIFICATE

January 5, 2024

The undersigned, Sheng Zhang, an authorized signatory of Hudson 888 Owner LLC, a Delaware limited liability company, and Hudson 888 Holdco LLC, a Delaware limited liability company (each, a "Company" and, collectively, the "Companies"), hereby certifies as follows:

1. I am the chief executive officer of XIN Development Group International, Inc., an indirect owner of the Companies, and an authorized signatory of the Companies, and, as such, I am familiar with the facts herein certified, and I am duly authorized to certify the same on behalf of the Companies.

2. Attached hereto is a true, complete, and correct copy of the resolutions (the "Resolutions") of the Companies' boards of independent directors (collectively, the "Boards"), adopted by written consent of the Boards on January 5, 2024, in accordance with the applicable limited liability company agreements of each Company.

3. Since their adoption and execution, the Resolutions have not been modified, rescinded, or amended and are in full force and effect as of the date hereof, and the Resolutions are the only resolutions adopted by the Boards relating to the authorization and ratification of all corporate actions taken in connection with the matters referred to therein.

IN WITNESS WHEREOF, I have hereunto set my hand on behalf of the Companies as of the date hereof.

COMPANIES:

HUDSON 888 OWNER LLC
HUDSON 888 HOLDCO LLC

By: 

Name: Sheng Zhang

Authorized Signatory

**RESOLUTIONS OF THE BOARDS OF
HUDSON 888 OWNER LLC AND
HUDSON 888 HOLDCO LLC**

Dated as of January 5, 2024

The undersigned, being independent directors and comprising all of the members of each board of directors (each, a “Board”), of Hudson 888 Owner LLC, a Delaware limited liability company, and Hudson 888 Holdco LLC, a Delaware limited liability company, respectively (each, a “Company” and, collectively, the “Companies”), hereby take the following actions and adopt the following resolutions (the “Resolutions”) pursuant to the limited liability company agreement or operating agreement of each Company and the laws of the State of Delaware.

WHEREAS, each applicable Board has reviewed and considered presentations by the management and the legal advisors of the Companies regarding, among other things, the distressed financial condition of each Company, the actions and positions taken by the Companies’ secured creditors, the strategic alternatives available to each Company, and the effect of the foregoing on each Company’s business.

WHEREAS, each applicable Board has had the opportunity to consult with the management and the legal advisors of the Companies, as well as its own legal counsel, and to fully consider each of the strategic alternatives available to the Companies.

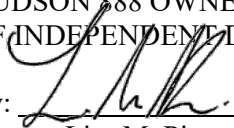
NOW, THEREFORE, BE IT RESOLVED as follows:

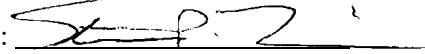
RESOLVED, that, in the judgment of each applicable Board, it is desirable and in the best interests of the Companies, their stakeholders, their creditors, and other parties in interest, that each Company shall be, and hereby is, authorized to file, or cause to be filed, a voluntary petition for relief (each, a “Chapter 11 Case”) under the provisions of chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) and any other petition for relief or recognition or other order that may be desirable under applicable law in the United States.

RESOLVED, that each of the Companies, through its duly authorized agents, be, and hereby is, authorized and empowered to take all actions or to not take any action in the name of each Company with respect to the transactions contemplated by these Resolutions hereunder, as the Company shall deem necessary or desirable in management’s reasonable business judgment to effectuate the purposes of the transactions contemplated herein, including, without limitation: the filing in the Bankruptcy Court of petitions, schedules, motions, objections, replies, applications, or other pleadings; the employment of qualified professionals to prosecute each Chapter 11 Case; and the payment of filing fees and other reasonable expenses attendant to each Chapter 11 Case.

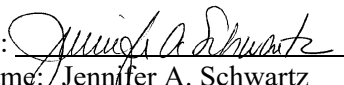
[signatures on following page]

HUDSON 888 OWNER LLC BOARD
OF INDEPENDENT DIRECTORS

By: 
Name: Lisa M. Pierro

By: 
Name: Steven P. Zimmer

HUDSON 888 HOLDCO LLC BOARD
OF INDEPENDENT DIRECTORS

By: 
Name: Jennifer A. Schwartz

By: 
Name: Ricardo Beausoleil

**United States Bankruptcy Court
Southern District of New York**

In re **Hudson 888 Owner LLC**

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Hudson 888 Holdco LLC 150 East 52nd Street Suite 8002 New York, NY 10022		10%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Chairman and CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **January 7, 2024**

Signature **/s/ Sheng Zhang**
Sheng Zhang

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Southern District of New York**

In re **Hudson 888 Owner LLC**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Hudson 888 Owner LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Hudson 888 Holdco LLC
150 East 52nd Street
Suite 8002
New York, NY 10022

☐ None [*Check if applicable*]

January 7, 2024

Date

/s/ Stephen B. Selbst

Stephen B. Selbst

Signature of Attorney or Litigant

Counsel for **Hudson 888 Owner LLC**

Herrick Feinstein LLP

Two Park Avenue

New York, NY 10016

212-592-1400

sselbst@herrick.com